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7      UNITED STATES DISTRICT COURT  
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9      NORTHERN DISTRICT OF CALIFORNIA

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12     IN RE WELLS FARGO & COMPANY  
13     SHAREHOLDER DERIVATIVE  
14     LITIGATION

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17     Lead Case No. 3:16-cv-05541-JST

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20     **STIPULATION AND [PROPOSED]  
21     ORDER REGARDING PLAINTIFFS'  
22     RESPONSE TO DEFENDANTS'  
23     MOTIONS TO DISMISS**

24  
25     The Honorable Jon S. Tigar

26     WHEREAS, on February 8, 2017, the Court entered an order setting the briefing schedule  
27     on Defendants' motion to dismiss the Consolidated Complaint on the threshold issue of demand  
28     futility [Dkt. 81];

1           WHEREAS, the February 8, 2017 order preserved Defendants' right to assert other  
2 defenses, including by motion or otherwise, after the Court's consideration of Defendants'  
3 demand futility motion to dismiss;

4           WHEREAS, on February 24, 2017, Lead Plaintiffs Fire and Police Pension Association of  
5 Colorado and The City of Birmingham Retirement and Relief System filed their Consolidated  
6 Amended Verified Stockholder Derivative Complaint [Dkt. 83];

7           WHEREAS, on March 17, 2017, Defendants filed their motion to dismiss for failure to  
8 adequately plead demand futility [Dkt. 99], which Plaintiffs opposed on April 3, 2017 [Dkt. 115]  
9 and Defendants replied to on April 14, 2017 [Dkt. 116];

10          On May 4, 2017, the Court held argument on Defendants' motion to dismiss on demand  
11 futility grounds, and the same day denied in part and granted in part Defendants' motion to  
12 dismiss [Dkt. 129], holding that Plaintiffs had adequately pled demand futility;

13          WHEREAS, on May 23, 2017, the parties submitted a stipulation and proposed briefing  
14 schedule for any remaining motions to dismiss pursuant to Federal Rule of Civil Procedure 12  
15 that Defendants intended to make [Dkt. 134], which the Court entered on May 30, 2017 [Dkt.  
16 135];

17          WHEREAS, on June 5, 2017, certain Defendants filed a total of five motions to dismiss  
18 pursuant to Rule 12 [Dkts. 139, 140, 141, 143, 144] and Defendant Stumpf filed a notice of  
19 joinder to certain of those motions [Dkt. 145];

20          NOW THEREFORE, IT IS HEREBY STIPULATED AND AGREED, between Lead  
21 Plaintiffs, by and through their counsel, and Defendants, by and through their counsel, that  
22 Plaintiffs will respond to Defendants' motions in a single opposition brief, not to exceed 70  
23 pages. The 70 pages is less than the total number of pages for Defendants' motions to dismiss (78  
24 pages).

25 Dated: June 14, 2017

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1                   **ATTESTATION PURSUANT TO GENERAL ORDER 45**

2                   I, Richard M. Heimann, in compliance with General Order 45, Section X(B),  
3 hereby attest that I obtained the concurrence of all of the above-listed counsel in filing this  
4 document.

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6                   DATED: June 14, 2017

7                   \_\_\_\_\_  
8                   /s/ *Richard M. Heimann*  
9                   Richard M. Heimann

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2                   **ORDER**  
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4                   **RWTUWCPV'VQ'UVIRWNCVIQP 'IT IS SO ORDERED.**  
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6                   Dated: June 15, 2017  
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8                     
9                   THE HONORABLE JON S. TIGAR  
10                  UNITED STATES DISTRICT JUDGE  
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